

**REPORT OF THE
BOARD OF DIRECTORS OF THE
COOK COUNTY HEALTH AND HOSPITALS SYSTEM**

OCTOBER 30, 2008

ATTENDANCE

Present: Chairman Warren L. Batts; Vice Chairman Ramirez and Directors David Carvalho; Quin R. Golden; Benn Greenspan, PhD, MPH, FACHE; Sister Sheila Lyne, RSM; Luis Muñoz, MD, MPH; Heather E. O'Donnell, JD, LLM and Andrea Zopp (9)

Absent: Directors David A. Ansell, MD, MPH and Hon. Jerry Butler (2)

Also Present: Pitt Calkin – Interim Chief Financial Officer, Cook County Health and Hospitals System; Matthew B. DeLeon – Secretary to the Board of Commissioners of Cook County; Patrick T. Driscoll, Jr. – Deputy State's Attorney, Chief, Civil Actions Bureau, Office of the State's Attorney; Laura Lechowicz Felicione – Special Counsel to President Todd H. Stroger; Deborah Fortier – Special Counsel, Cook County Health and Hospitals System; Randall Mark – Director of Policy Analysis, Cook County Health and Hospitals System; Stephen Martin, PhD, MPH – Chief Operating Officer, Cook County Department of Public Health; Jeff McCutchan – Supervisor, Transactions and Health Law Division, Office of the State's Attorney; Elizabeth Reidy - Deputy Chief, Civil Actions Bureau, Office of the State's Attorney; David R. Small – Interim Chief Executive Officer, Cook County Health and Hospitals System

Ladies and Gentlemen:

Your Board of Directors of the Cook County Health and Hospitals System met pursuant to notice on Thursday, October 30, 2008 at the hour of 7:30 A.M. at Stroger Hospital, 1901 W. Harrison Street, in the fifth floor conference room, in Chicago, Illinois.

Your Board of Directors has considered the following items and upon adoption of this report, the recommendations follow.

Matthew B. DeLeon, Secretary to the Board of Commissioners of Cook County, called the roll of members and it was determined that a quorum was present.

**APPROVAL OF THE MINUTES OF THE MEETING OF THE
COOK COUNTY HEALTH AND HOSPITALS SYSTEM
BOARD OF DIRECTORS OF THURSDAY, OCTOBER 16, 2008 AT 7:30 A.M.**

Director Lyne, seconded by Vice Chairman Ramirez, moved to approve the minutes of the meeting of the Cook County Health and Hospitals System Board of Directors of Thursday, October 16, 2008. THE MOTION CARRIED UNANIMOUSLY.

REPORT FROM SYSTEM BOARD CHAIRMAN WARREN L. BATTS

Chairman Batts provided information or updates on the following subjects.

Update on discussions with consulting firms

Chairman Batts provided an update on the discussions that have been held with consulting firms. He stated that a meeting was recently held with a consulting firm, Alvarez and Marsal. They are already doing small projects with David Small, Interim Chief Executive Officer and Pitt Calkin, Interim Chief Financial Officer of the Cook County Health and Hospitals System. Chairman Batts asked management to put together a request for proposals for this purpose; hopefully this can be processed by December 1st or shortly thereafter.

Discussion continued on the subject. Chairman Batts stated that when the proposals are received, the Board should select the best two proposals for discussion and review. There are two approaches that could be taken by the consulting firm – they could bring in an entire team to manage, or they could bring in a small senior group to work with existing staff. Questions were raised with regard to funding; Mr. Small responded that funding for this has been requested in the 2009 budget.

Update on Fiscal Year 2009 Budget

Chairman Batts provided an update on the fiscal year 2009 budget. He stated that there were adjustments made by the County which changed the original budget document; the amount requested by the System has increased to \$47 million. The budget was submitted to the President and was then submitted to the County's Finance Committee. The Commissioners have a deadline of November 5th to submit amendments, and are scheduled to vote on the preliminary budget in the Finance Committee on November 7th. It would then be sent to be included in President Stroger's budget proposal.

REPORT FROM THE SYSTEM INTERIM CHIEF EXECUTIVE OFFICER DAVID R. SMALL

Mr. Small presented information or updates on the following subjects.

Introduction of Deborah Fortier, Special Counsel for the System

Mr. Small introduced Deborah Fortier and circulated her résumé to the Board. He stated that she would be filling in as the in-house special counsel for the System. He stated that assistance is needed in the area of legal review of various daily tasks, such as reviewing contracts and agreements. In response to a question with regard to whether this was an interim or permanent position, Mr. Small replied that it was an at-will position at this point.

Discussion and questions followed with regard to the structure of the System's leadership team and the current and future role and responsibilities for this type of position.

Director Zopp stated that the Chief Executive Officer may need a chief counsel at the level of a chief human resources officer. She suggested that Mr. Small may want to have conversations with the State's Attorney's Office to determine what their role will be. She will add an item to be discussed on the subject at a meeting of the Human Resources Committee; discussion is needed at the human resources level on how this will fit in with the leadership team at the System. Additionally, she stated that a job description is needed for this position after these conversations take place.

Joint Commission Survey at Provident Hospital

Mr. Small informed the Board that Director Ansell, Director Butler and Dr. Jack Raba, Interim Chief Medical Officer of the Cook County Health and Hospitals System, were at Provident Hospital of Cook County for the exit conference with the Joint Commission. There is not yet a final report, but the preliminary reports on a daily basis are positive.

State Plan Amendment

Mr. Small reported that the System continues to keep a close watch on the status of the State Plan Amendment. The Centers for Medicare and Medicaid Services (CMS) seems to be favorably disposed to the amendment, it is hoped to be determined before December ends.

Procurement Issues with County

Mr. Small reported that for the last several months there have been ongoing disconnects with the County interface on procurement issues. There have been difficulties with processing of Board-approved items ; they are also running into issues of getting payment on items. In order to try to work out the problems, Leslie Duffy, Director of Procurement of the Cook County Health and Hospitals System, has met with the following individuals: Donna Dunnings, Cook County Chief Financial Officer; Joseph Fratto, Chief of Staff to President Todd H. Stroger; and Carmen Triche-Colvin, Cook County Purchasing Agent. Some of the issues were relative to communication confusion in the transition to Cook County Health and Hospital System Board authority. Assurances have been made that best efforts are underway to rectify the problems. Additionally, Mr. Small informed the Board that two senior buyers from the County's Purchasing Department were re-deployed to the System to assist and train people on how to carry out the functions.

Mr. Small stated that there is still some confusion on which payments should still be submitted to the County Board for their approval. Some are still appearing upon the bills and claims section for the County Board's approval; efforts are underway to address this subject.

In response to a question from Director Muñoz with regard to the timeline for the rollout of the System's procurement policies and procedures, Mr. Small stated that they are working with the State's Attorney's Office to develop their own internal procurement policy. They are seeking to take over many procurement functions from the County; several positions have been placed into the 2009 budget for this purpose.

Miscellaneous

Mr. Small reported that there was some confusion recently with regard to letterhead for the System. Specifically, there was a question raised of whether the Board was going to change names of facilities. He stated that there is no intent by this Board to rename any facility in the System.

COMMITTEE REPORTS

Quality and Patient Safety Committee.....Meeting of 10-21-08*

* note: Medical Staff Appointments/Re-appointments/Changes were approved by the Quality and Patient Safety Committee at this meeting.

The Report of the Quality and Patient Safety Committee for the meeting of October 21, 2008 was deferred.

COMMITTEE REPORTS

Human Resources Committee.....Meeting of 10-23-08

During the discussion of the report, Director Zopp referenced the Human Resources Committee's work on the job description for the head of human resources. She stated that Mr. Small was authorized to act on the approved description and asked Mr. Small to provide the Board with copies of the finalized job description¹.

Director Zopp, seconded by Director Lyne, moved to approve the Report of the Human Resources Committee for the meeting of October 23, 2008. THE MOTION CARRIED UNANIMOUSLY.

COMMITTEE REPORTS

Finance Committee.....Meeting of 10-23-08*

* note: Contracts and Procurement Items were approved, as amended, by the Finance Committee at this meeting.

Director Carvalho, seconded by Director Muñoz, moved to approve the Report of the Finance Committee for the meeting of October 23, 2008. THE MOTION CARRIED UNANIMOUSLY.

PROPOSED AMENDMENT TO FINANCE COMMITTEE MEETING DATES
FOR CALENDAR YEAR 2008

2008 Meeting Dates - Finance Committee
Presented by Finance Committee Chairman David Carvalho

Monday, August 18, 2008	10:00 A.M. - 1:00 P.M.
Thursday, August 28, 2008	10:00 A.M. - 1:00 P.M.
Friday, September 12, 2008	10:00 A.M. - 1:00 P.M.
Friday, September 26, 2008	10:00 A.M. - 1:00 P.M.
Friday, October 10, 2008	10:00 A.M. - 1:00 P.M.
Thursday, October 23, 2008	10:00 A.M. - 1:00 P.M.
Friday, November 7, 2008	7:30 A.M. - 10:00 A.M.
<u>Thursday, November 6, 2008</u>	<u>9:15 A.M. - 11:00 A.M.</u>
Monday, November 24, 2008	10:00 A.M. - 1:00 P.M.
Friday, December 12, 2008	10:00 A.M. - 1:00 P.M.

Director Carvalho, seconded by Vice Chairman Ramirez, moved to approve the proposed Amendment to the Finance Committee Meeting Dates for Calendar Year 2008. THE MOTION CARRIED UNANIMOUSLY.

PROPOSED GRANT RENEWAL
APPROVED

Transmitted by: Cook County Department of Public Health
Grantor: Illinois Department of Public Health
Funding Period: 7/01/08 through 6/30/09

To continue services in 2008 for a program which will provide lead poisoning prevention with environmental services for children in suburban Cook County.

This grant does not require an application process; the funding is automatically renewed. The authorization to accept the previous grant was given on November 20, 2007 in the amount of \$130,600.00 by the Cook County Board of Commissioners.

Total Grant Award: \$130,600.00 Estimated Fiscal Impact: None

PROPOSED GRANT RENEWAL
APPROVED

Transmitted by: Cook County Department of Public Health
Grantor: Illinois Department of Public Health
Funding Period: 7/01/08 through 6/30/09

To continue services in 2008 for a tobacco reduction program which will work to eliminate exposure to environmental tobacco smoke; promote quitting smoking among adults and youth, and prevent initiation of smoking among youth in suburban Cook County.

This grant does not require an application process; the funding is automatically renewed. The authorization to accept the previous grant was given on September 6, 2007 in the amount of \$774,332 by the Cook County Board of Commissioners.

Total Grant Award: \$751,307.00 Estimated Fiscal Impact: None

PROPOSED GRANT RENEWAL
APPROVED

Transmitted by: Cook County Department of Public Health
Grantor: Illinois Department of Public Health
Funding Period: 7/01/08 through 6/30/09

To continue services in 2008 for a program which will provide breast and/or cervical cancer screening to eligible women in suburban Cook County.

This grant does not require an application process; the funding is automatically renewed. The authorization to accept the previous grant was given on October 16, 2007 in the amount of \$486,900 by the Cook County Board of Commissioners.

Total Grant Award: \$534,535.00 Estimated Fiscal Impact: None

PROPOSED GRANT RENEWAL
APPROVED

Transmitted by: Cook County Department of Public Health
Grantor: Illinois Department of Public Health
Funding Period: 8/01/08 through 7/31/09

To continue services in 2008 to participate in the Cities Readiness Initiative (CRI) in Illinois; that is, conduct a total of at least three (3) that each cover one of these activities: Staff call-down, site activation, facility set-up, pick-list generation, dispensing and/or modeling of throughput. CCDPH will plan, conduct, and evaluate at least one full-scale or functional mass prophylaxis exercise.

The authorization to accept the previous grant was given on January 31, 2008 in the amount of \$142,721 by the Cook County Board of Commissioners.

Total Grant Award: \$301,096.00 Estimated Fiscal Impact: None

PROPOSED GRANT RENEWAL
APPROVED

Transmitted by: Cook County Department of Public Health
Grantor: Illinois Department of Public Health
Funding Period: 8/01/08 through 7/31/09

To continue services in 2008 for Bioterrorism & Emergency Preparedness Response. The purpose of this grant is to maintain a suburban Cook County emergency response preparedness plan for incidents of bioterrorism, infectious disease outbreaks, and other public health threats and emergencies.

The authorization to accept the previous Bioterrorism & Emergency Preparation Response grant was given on January 9, 2008 in the amount of \$1,873,007.00 by the Cook County Board of Commissioners.

Total Grant Award: \$1,487,976.00 Estimated Fiscal Impact: None

PROPOSED GRANT RENEWAL
AND SUPPLEMENTAL AGREEMENTS
APPROVED

Transmitted by: Cook County Department of Public Health
Grantor: Illinois Department of Human Services and the Illinois Department of Public Aid
Funding Period: 7/01/08 through 6/30/09

PROPOSED GRANT RENEWAL
AND SUPPLEMENTAL AGREEMENTS (Continued)

To continue services in 2008 for an array of programs and services administered by the Division of Community Health and Prevention, Illinois Department of Human Services, to include All Our Kids Early Childhood Networks, Family Case Management, Family Planning Services, Healthy Child Care Illinois, Healthy Families Illinois, Supplemental Nutrition for Women, Infants and Children, Targeted Intensive Prenatal Case Management, and Teen Pregnancy Prevention, Primary and Subsequent.

This grant does not require an application process; the funding is automatically renewed. The authorization to accept the previous grant was given on July 31, 2007 in the amount of \$12,611,000.00 by the Cook County Board of Commissioners.

Total Grant Award:	\$7,422,169.00
Total Supplemental Agreements:	\$1,400,000.00
Total Budget:	\$8,822,169.00
Estimated Fiscal Impact:	None

PROPOSED LOCAL HEALTH PROTECTION BUDGET
APPROVED

Transmitted by: Cook County Department of Public Health
Funding Period: 7/01/08 through 6/30/09

Transmitting a communication requesting authorization to approve a Local Health Protection budget in the amount of \$4,456,811.00. The budget includes the following:

1. Renewal of the Local Health Protection grant in the amount of \$2,083,994.00 from the Illinois Department of Public Health (IDPH). The Local Health Protection grant will provide health programs for infectious diseases, food protection, potable water supply, and private sewage disposal; the Tanning Facilities Inspection Program will provide for the inspection of tanning facilities; and the Summer Food Program will provide for the inspection of designated food service preparation facilities.
2. A cash match in the amount of \$1,654,517.00 from the Department of Public Health (895-818 Account) for the management of grant programs.*
3. Intergovernmental Agreement Revenue in the amount of \$350,000.00 generated from Environmental Health Food Sanitation Inspections for various suburban Cook County municipalities.**
4. The transfer of \$368,300.00 from grants for partial salaries:***
 - A. Vector Surveillance (959-818) for one third (33%) Two Sanitarians: \$50,000.00.
 - B. Tobacco Free Communities (935-818) for one-half (50%) Program Coordinator: \$65,000.00.

PROPOSED LOCAL HEALTH PROTECTION BUDGET (Continued)

- C. Bioterrorism Preparation and Response (903-818) for one-half (50%) Program Coordinator: \$65,000.00.
- D. Childhood Lead Poisoning Prevention (948-818) for one-half (50%) Sanitarian 2: \$65,000.00.
- E. Local Health Protection (975-818) for one-half (50%) Sanitarian 2 and one-fifth (20%) of Epidemiologist 2: \$60,000.00.
- F. Federal Source AIDS Surveillance (980-818) for eighty per cent (80%) Epidemiologist 2: \$63,300.00.

This grant does not require an application process; the funding is automatically renewed. The authorization to accept the previous budget was given on September 6, 2007, in the amount of \$4,607,776.00 by the Cook County Board of Commissioners.

Local Health Protection Grant:	\$2,083,994.00
Cash Match (895-818 Account):	1,654,517.00*
Environmental Inspections:	350,000.00**
Partial Salary transfers:	<u>368,300.00***</u>
Total Program Amount:	\$4,456,811.00

Estimated Fiscal Impact: \$1,654,517.00*-(895-818 Account). Grant funded amount: \$2,802,294.00 (\$2,083,994.00-Local Health Protection grant; \$350,000.00**-Environmental Inspections; \$368,300.00***-Partial Salary transfers from grants.)

Director Muñoz, seconded by Director Lyne, moved to approve the Proposed Grant Renewals, Proposed Grant Renewal and Supplemental Agreements, and the Proposed Local Health Protection Budget. THE MOTION CARRIED UNANIMOUSLY.

UPDATE FROM AD HOC STRATEGIC PLANNING COMMITTEE

Director Greenspan provided an update on the Strategic Planning meeting scheduled for November 14, 2008 at 3:00 P.M. at the Hektoen Auditorium. This plenary session will be to introduce the Strategic Planning process to the constituents. The Board will meet the day before to discuss the process. They also hope to present a current state description, however, he added that they have experienced difficulties in gathering and interpreting data to have the ability to say with confidence what is known about the System.

Director Carvalho inquired regarding the status of procuring an individual to assist with the Strategic Planning efforts; it was his understanding that this was to come before the Finance Committee as a contractual item.

Mr. Small responded that he spoke with Director Greenspan about an individual who has submitted a proposal, and they are talking to the State's Attorney's Office on how to handle the contracting process.

UPDATE ON RECRUITMENT EFFORTS FOR THE PERMANENT CHIEF EXECUTIVE OFFICER FOR
THE COOK COUNTY HEALTH AND HOSPITALS SYSTEM

REQUEST FOR APPROVAL OF CONSENT AGREEMENT
WITH THE ILLINOIS HEALTH FACILITIES PLANNING BOARD

Director Zopp, seconded by Director Greenspan, moved to recess the regular session and convene into closed session, pursuant to an exception to the Illinois Open Meetings Act, 5 ILCS 120/2(c)(17), et seq., which permits closed meetings for consideration of "The recruitment, credentialing, discipline or formal peer review of physicians or other health care professionals for a hospital, or other institution providing medical care, that is operated by the public body," and pursuant to an exception to the Open Meetings Act, 5 ILCS 120/2(c)(11), which states: "Litigation, when an action against, affecting or on behalf of the particular body has been filed and is pending before a court or administrative tribunal, or when the public body finds that an action is probable or imminent, in which case the basis for the finding shall be recorded and entered into the minutes of the closed meeting." **THE MOTION CARRIED UNANIMOUSLY.**

Director Zopp, seconded by Director Greenspan, moved to adjourn the closed session and convene into regular session. **THE MOTION CARRIED UNANIMOUSLY.**

Director Greenspan, seconded by Director O'Donnell, moved to approve the Consent Agreement with the Illinois Health Facilities Planning Board. **THE MOTION CARRIED.** (See Attachment #1 for Consent Agreement.)

Director Carvalho voted Present.

NEW BUSINESS
2009 BOARD MEETING DATES

Director Zopp asked whether the dates for the 2009 meetings of the Board of Directors could be assembled and presented to the Board for their consideration at an upcoming meeting.

Chairman Batts responded that it would be prepared and presented at the November 13th Board meeting.

PUBLIC COMMENTS

Chairman Batts asked the Secretary to call upon the registered speakers.

Secretary DeLeon replied that there were none.

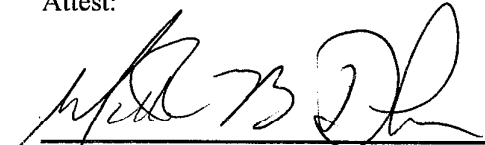
ADJOURNMENT

Director Muñoz, seconded by Director Golden, moved to adjourn. THE MOTION CARRIED UNANIMOUSLY AND THE MEETING ADJOURNED.

Respectfully submitted,
Board of Directors of the
Cook County Health and Hospitals System


Warren L. Batts, Chairman

Attest:


Matthew B. DeLeon, Secretary

The following was requested or was indicated as a follow-up item at this meeting:

- ¹ Request that the Board be provided with copies of the finalized job description for the head of human resources. On page 4. (David Small)